

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

IN RE ALTA MESA RESOURCES, INC.
SECURITIES LITIGATION

Case No. 4:19-cv-00957

CLASS ACTION

[Lead Case]

ALYESKA MASTER FUND, L.P., ALYESKA
MASTER FUND 2, L.P., and ALYESKA
MASTER FUND 3, L.P.,

Plaintiffs,

v.

ALTA MESA RESOURCES, INC., f/k/a SILVER
RUN ACQUISITION CORPORATION II;
RIVERSTONE HOLDINGS LLC; ARM
ENERGY HOLDINGS LLC; BAYOU CITY
ENERGY MANAGEMENT, LLC; HPS
INVESTMENT PARTNERS, LLC; JAMES T.
HACKETT, HARLAN H. CHAPPELLE,
WILLIAM GUTERMUTH, JEFFREY H.
TEPPER, DIANA J. WALTERS; MICHAEL E.
ELLIS; and RONALD SMITH,

Defendants.

Civil Action No. 4:22-cv-
001189

[Consolidated Case]

ORBIS GLOBAL EQUITY LE FUND
(AUSTRALIA REGISTERED), ORBIS GLOBAL
EQUITY FUND (AUSTRALIA REGISTERED),
ORBIS GLOBAL BALANCED FUND
(AUSTRALIA REGISTERED), ORBIS SICAV,
ORBIS INSTITUTIONAL GLOBAL EQUITY
L.P., ORBIS GLOBAL EQUITY FUND
LIMITED, ORBIS INSTITUTIONAL FUNDS
LIMITED, ALLAN GRAY AUSTRALIA
BALANCED FUND, ORBIS OEIC, and ORBIS
INSTITUTIONAL U.S. EQUITY L.P.,

Plaintiffs,

v.

ALTA MESA RESOURCES, INC., f/k/a SILVER
RUN ACQUISITION CORPORATION II;
RIVERSTONE HOLDINGS LLC; ARM
ENERGY HOLDINGS LLC; BAYOU CITY
ENERGY MANAGEMENT, LLC; HPS
INVESTMENT PARTNERS, LLC; JAMES T.
HACKETT, HARLAN H. CHAPPELLE,
WILLIAM GUTERMUTH, JEFFREY H.
TEPPER, DIANA J. WALTERS; MICHAEL E.
ELLIS; and RONALD SMITH,

Defendants.

Civil Action No. 4:22-cv-
02590

[Consolidated Case]

**ARM ENERGY HOLDINGS LLC’S JOINDER IN SUPPORT OF
HPS INVESTMENT PARTNERS, LLC’S RULE 12(c) MOTION**

ARM Energy Holdings LLC (“ARM Energy”) hereby submits this joinder in support of the Motion of HPS Investment Partners, LLC for a Judgment on the Pleadings and Incorporated Memorandum of Law (the “12(c) Motion”). ECF No. 782.

In the interest of judicial economy, ARM Energy hereby joins the 12(c) Motion and respectfully requests that the Court, on the same basis, grant dismissal of ARM Energy for lack of statutory standing. ARM Energy adopts and incorporates by reference the 12(c) Motion. ARM Energy presents the arguments contained in the 12(c) Motion in support of dismissing ARM Energy, as if ARM Energy had filed the same 12(c) Motion. ARM Energy reserves all rights to be heard before this Court with respect to the 12(c) Motion.

WHEREFORE, PREMISES CONSIDERED, Defendant ARM Energy respectfully requests the Court grant the 12(c) Motion as to ARM Energy, dismiss this action with prejudice as to ARM Energy, and grant such other and further relief to which ARM Energy may be entitled.

Dated: August 21, 2024

Respectfully submitted,

/s/ Jim L. Silliman

Jim L. Silliman

Attorney-in-Charge

TX Bar No. 24081416

Federal Bar No. 2365032

EVERSHEDS SUTHERLAND LLP

1001 Fannin Street, Suite 3700

Houston, Texas 77002

Tel.: (713) 470-6100

Fax: (713) 654-1301

jimsilliman@eversheds-sutherland.com

Bruce M. Bettigole (*pro hac vice*)

The Grace Building, 40th Floor

1114 Avenues of the Americas

New York, NY 10023

Telephone: (212) 389-5000

Fax: (212) 389-5099

brucebettigole@eversheds-sutherland.com

Adam C. Pollet (*pro hac vice*)
Andrea Gordon (*pro hac vice*)
700 Sixth Street N.W., Suite 700
Washington, DC 20001
Telephone: (202) 383-0100
Fax: (202) 637-3593
adampollet@eversheds-sutherland.com
andreagordon@eversheds-sutherland.com

**COUNSEL TO ARM ENERGY
HOLDINGS, LLC**

CERTIFICATE OF SERVICE

I certify that this Joinder has been served by the Court's ECF system to counsel for all parties on August 21, 2024.

/s/ Jim Silliman
By: Jim L. Silliman

CERTIFICATE OF CONFERENCE

I certify that, on August 21, 2024, the undersigned counsel was copied on e-mail communication between counsel for all parties regarding the substance of HPS's 12(c) Motion to which ARM Energy herewith seeks joinder. Counsel for HPS and Plaintiffs exchanged positions regarding the grounds for the 12(c) Motion, with reference to those being applicable to ARM Energy, and were unable to obtain assent for the relief sought.

/s/ Jim Silliman
By: Jim L. Silliman